**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

### Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

<table>
<thead>
<tr>
<th>1. Title of Security (Instr. 3)</th>
<th>2. Transaction Date (Month/Day/Year)</th>
<th>3A. Deemed Execution Date, if any (Month/Day/Year)</th>
<th>3. Transaction Code (Instr. 4)</th>
<th>4. Securities Acquired (A) or Disposed Of (D) (Instr. 4)</th>
<th>5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)</th>
<th>6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>7. Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Common Stock, par value $0.00001 per share</td>
<td>01/03/2020</td>
<td></td>
<td>A</td>
<td>153,333(1) A</td>
<td>$0.00</td>
<td>1,714,289(2)</td>
<td>D</td>
</tr>
<tr>
<td>Common Stock, par value $0.00001 per share</td>
<td>01/03/2020</td>
<td></td>
<td>F</td>
<td>6,782(3) D</td>
<td>$7.77</td>
<td>1,707,507</td>
<td>D</td>
</tr>
</tbody>
</table>

### Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

<table>
<thead>
<tr>
<th>1. Title of Derivative Security (Instr. 3)</th>
<th>2. Conversion or Exercise Price of Derivative Security</th>
<th>3. Transaction Date (Month/Day/Year)</th>
<th>3A. Deemed Execution Date, if any (Month/Day/Year)</th>
<th>4. Transaction Code (Instr. 8)</th>
<th>5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)</th>
<th>6. Date Exercisable and Expiration Date (Month/Day/Year)</th>
<th>7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)</th>
<th>8. Price of Derivative Security (Instr. 5)</th>
<th>9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)</th>
<th>10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>11. Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Stock Option (Right to Buy)</td>
<td>$7.77</td>
<td>01/03/2020</td>
<td></td>
<td>A</td>
<td>345,000</td>
<td>01/03/2021(4)</td>
<td>01/03/2030 Common Stock</td>
<td>345,000</td>
<td>$0.00</td>
<td>345,000</td>
<td>D</td>
</tr>
</tbody>
</table>

**Explanation of Responses:**

1. Represents a restricted stock unit award ("RSU") of common stock under the Issuer's 2014 Equity Incentive Plan. One-third of the shares subject to the RSU shall vest on each one year anniversary of the grant date of the award.


3. These shares were withheld by the Issuer in order to satisfy certain tax withholding obligations upon the vesting of certain shares of restricted stock units.

4. 25% of the shares subject to the option will vest on each one year anniversary of the date of the award.

**Remarks:**

/s/ Michael Morneau, as 
Attorney-in-Fact 01/03/2020

**Signature of Reporting Person Date**

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

* If the form is filed by more than one reporting person, see Instruction 4 (b)(v).


Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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